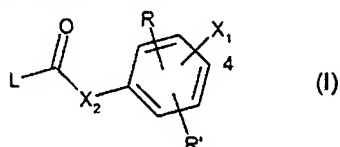


## Amendments to the Claims

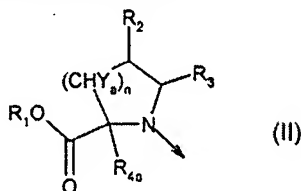
This listing of claims will replace all prior versions, and listings, of claims in the application.

### Listing of Claims

1. (Currently Amended) A compound of the formula



wherein L is a radical of the formula: ~~selected from~~



in which

R<sub>1</sub> is hydrogen, optionally substituted alkyl, aryl, heteroaryl, aralkyl or cycloalkyl;

R<sub>2</sub> is hydrogen, hydroxy, oxo, optionally substituted alkyl, aryl, aralkyl, alkoxy, aryloxy, aralkoxy, alkylthio, arylthio or aralkylthio;

R<sub>3</sub> is hydrogen; or

R<sub>2</sub> and R<sub>3</sub> combined are alkylene which together with the carbon atoms to which they are attached form a fused 5- to 7-membered ring; or

R<sub>2</sub> and R<sub>3</sub> combined are a bond between the carbon atoms to which they are attached;

n is zero or an integer of 1 or 2;

Y<sub>a</sub> is hydrogen; or

Y<sub>a</sub> and R<sub>2</sub> combined are a bond between the carbon atoms to which they are attached;

R<sub>4a</sub> is hydrogen; or

R<sub>4a</sub> and Y<sub>a</sub> combined are a bond between the carbon atoms to which they are attached;

R and R' are independently hydrogen, halogen, optionally substituted alkyl, alkoxy, aralkyl or heteroaralkyl; or

R and R' combined together with the carbon atoms to which they are attached form an optionally substituted fused 5- to 6-membered aromatic or heteroaromatic ring provided that R and R' are attached to carbon atoms adjacent to each other; or

R-C and R'-C may independently be replaced by nitrogen;

X<sub>1</sub> is -Z-(CH<sub>2</sub>)<sub>p</sub>-Q-W wherein

Z is a bond, O, S, S(O) or S(O)<sub>2</sub>; or

Z is -C(O)NR<sub>5</sub>- in which

$R_5$  is hydrogen, alkyl or aralkyl;

$p$  is an integer from 1 to 8;

$Q$  is a bond; or

$Q$  is  $-O(CH_2)_r-$  or  $-S(CH_2)_r-$  in which

$r$  is zero or an integer from 1 to 8; or

$Q$  is  $-O(CH_2)_{1-8}O-$ ,  $-S(CH_2)_{1-8}O-$ ,  $-S(CH_2)_{1-8}S-$  or  $-C(O)-$ ; or

$Q$  is  $-C(O)NR_6-$  in which

$R_6$  is hydrogen, optionally substituted alkyl, cycloalkyl, aryl, heteroaryl, aralkyl or heteroaralkyl; or

$Q$  is  $-NR_7-$ ,  $-NR_7C(O)-$ ,  $-NR_7C(O)NR_8-$  or  $-NR_7C(O)O-$  in which

$R_7$  is hydrogen, optionally substituted alkyl, cycloalkyl, aryl, heteroaryl, aralkyl or heteroaralkyl;

$R_8$  is hydrogen, alkyl or aralkyl;

$W$  is oxazole;

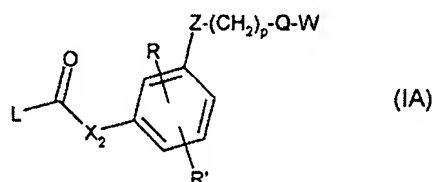
$X_2$  is  $-C(R_9)_2-$ ,  $O$ ,  $S$  or  $-NR_{10}-$  in which

$R_9$  is hydrogen or lower alkyl;

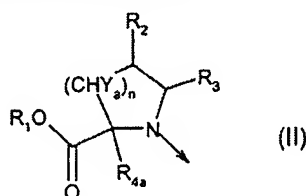
$R_{10}$  is hydrogen, alkyl or aralkyl;

or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

2. (Currently Amended) The compound according to claim 1 of the formula



wherein  $L$  is a radical of the formula: ~~selected from:~~



in which

$R_1$  is hydrogen, optionally substituted alkyl, aryl, heteroaryl, aralkyl or cycloalkyl;

$R_2$  is hydrogen, hydroxy, oxo, optionally substituted alkyl, aryl, aralkyl, alkoxy, aryloxy, aralkoxy, alkylthio, arylthio or aralkylthio;

$R_3$  is hydrogen; or

$R_2$  and  $R_3$  combined are alkylene which together with the carbon atoms to which they are attached form a fused 5- to 7-membered ring; or

R<sub>2</sub> and R<sub>3</sub> combined are a bond between the carbon atoms to which they are attached;  
n is 1;

Y<sub>a</sub> is hydrogen; or

Y<sub>a</sub> and R<sub>2</sub> combined are a bond between the carbon atoms to which they are attached;

R<sub>4a</sub> is hydrogen; or

R<sub>4a</sub> and Y<sub>a</sub> combined are a bond between the carbon atoms to which they are attached;

R and R' are independently hydrogen, halogen, optionally substituted alkyl, alkoxy, aralkyl or heteroaralkyl; or

R and R' combined together with the carbon atoms to which they are attached form an optionally substituted fused 5- to 6-membered aromatic or heteroaromatic ring provided that R and R' are attached to carbon atoms adjacent to each other; or

Z is a bond, O or S;

p is an integer from 1 to 8;

Q is a bond; or

Q is -O(CH<sub>2</sub>)<sub>r</sub>- or -S(CH<sub>2</sub>)<sub>r</sub>- in which

r is zero or an integer from 1 to 8; or

Q is -C(O)NR<sub>6</sub>- in which

R<sub>6</sub> is hydrogen, optionally substituted alkyl, cycloalkyl, aryl, heteroaryl, aralkyl or heteroaralkyl; or

Q is -NR<sub>7</sub>-, -NR<sub>7</sub>C(O)-, -NR<sub>7</sub>C(O)NR<sub>8</sub>- or -NR<sub>7</sub>C(O)O- in which

R<sub>7</sub> is hydrogen, optionally substituted alkyl, cycloalkyl, aryl, heteroaryl, aralkyl or heteroaralkyl;

R<sub>8</sub> is hydrogen, alkyl or aralkyl;

W is oxazole;

X<sub>2</sub> is -C(R<sub>9</sub>)<sub>2</sub>-, O, S or -NR<sub>10</sub>- in which

R<sub>9</sub> is hydrogen or lower alkyl;

R<sub>10</sub> is hydrogen or lower alkyl;

or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

3. (Previously Presented) The compound according to claim 2, wherein

R<sub>1</sub> is hydrogen or optionally substituted alkyl;

R<sub>2</sub> and R<sub>3</sub> are hydrogen;

Y<sub>a</sub> is hydrogen;

R<sub>4a</sub> is hydrogen;

R and R' are independently hydrogen, halogen, optionally substituted C<sub>1-6</sub> alkyl or C<sub>1-6</sub> alkoxy;

p is an integer from 1 to 5;

Q is a bond; or

Q is  $-\text{O}(\text{CH}_2)_r-$  or  $-\text{S}(\text{CH}_2)_r-$  in which

r is zero or 1; or

Q is  $-\text{C}(\text{O})\text{NR}_6-$  in which

$\text{R}_6$  is hydrogen or lower alkyl; or

Q is  $-\text{NR}_7-$ ,  $-\text{NR}_7\text{C}(\text{O})-$ ,  $-\text{NR}_7\text{C}(\text{O})\text{NR}_8-$  or  $-\text{NR}_7\text{C}(\text{O})\text{O}-$  in which

$\text{R}_7$  is hydrogen or optionally substituted alkyl;

$\text{R}_8$  is hydrogen or alkyl;

$\text{X}_2$  is  $-\text{C}(\text{R}_9)_2-$ , O, S or  $-\text{NR}_{10}-$  in which

$\text{R}_9$  is hydrogen or methyl;

$\text{R}_{10}$  is hydrogen;

or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

4. (Previously Presented) The compound according to claim 3, wherein

R and R' are hydrogen;

Q is a bond; or

Q is  $-\text{O}(\text{CH}_2)_r-$  or  $-\text{S}(\text{CH}_2)_r-$  in which

r is zero; or

Q is  $-\text{NR}_7-$ ,  $-\text{NR}_7\text{C}(\text{O})-$ ,  $-\text{NR}_7\text{C}(\text{O})\text{NR}_8-$  or  $-\text{NR}_7\text{C}(\text{O})\text{O}-$  in which

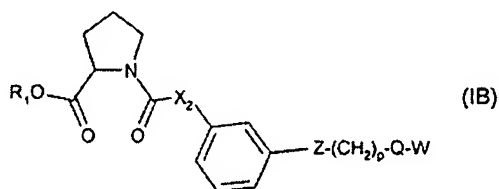
$\text{R}_7$  is hydrogen or optionally substituted lower alkyl;

or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

5. (Previously Presented) The compound according to claim 4, wherein the asymmetric center in radical L is in the (R) configuration; or a pharmaceutically acceptable salt thereof.

6. (Previously Presented) The compound according to claim 4, wherein  $\text{X}_2$  is  $-\text{C}(\text{R}_9)_2-$  in which  $\text{R}_9$  is methyl; or a pharmaceutically acceptable salt thereof; or an optical isomer thereof; or a mixture of optical isomers thereof.

7. (Previously Presented) The compound according to claim 4 of the formula



wherein

R<sub>1</sub> is hydrogen or optionally substituted alkyl;

Z is a bond, O or S;

p is an integer from 1 to 3;

Q is a bond, O or S; or

Q is -NR<sub>7</sub>C(O)- in which

R<sub>7</sub> is hydrogen or optionally substituted lower alkyl;

W is oxazole;

X<sub>2</sub> is -C(R<sub>9</sub>)<sub>2</sub>-, O, S or -NH- in which

R<sub>9</sub> is hydrogen or methyl;

or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

8. (Cancelled)

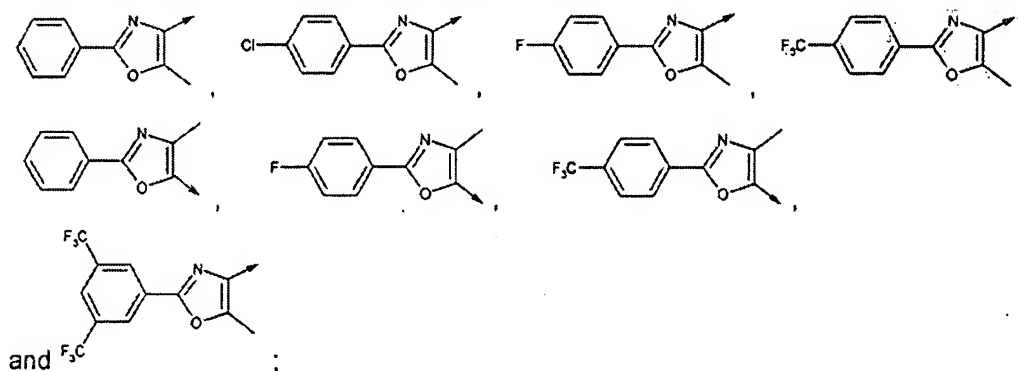
9. (Previously Presented) The compound according to claim 7, wherein

Z is bond, O or S;

p is an integer of 1 or 2;

Q is a bond;

W is selected from the group consisting of:



or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

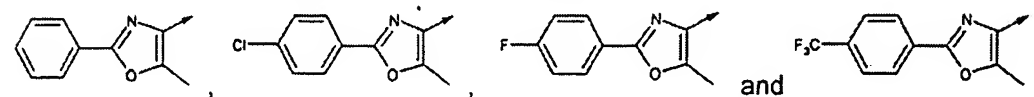
10 (Previously Presented) The compound according to claim 9, wherein

Z is O;

p is 1;

X<sub>2</sub> is -C(R<sub>9</sub>)<sub>2</sub>- in which R<sub>9</sub> is methyl;

W is selected from the group consisting of:



or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

11. (Previously Presented) The compound according to claim 10, wherein the asymmetric center in radical L is in the (R) configuration; or a pharmaceutically acceptable salt thereof.

12. (Cancelled)

13. (Previously Presented) The compound according to claim 7, wherein

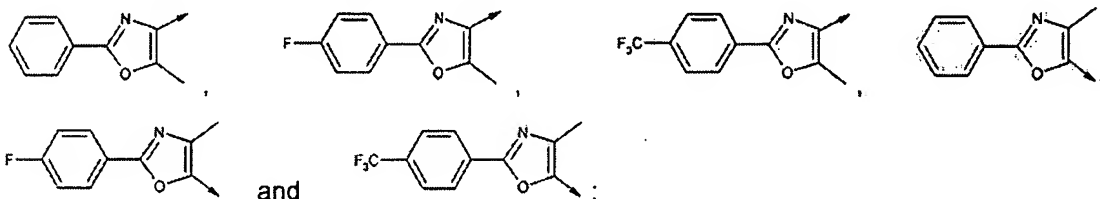
Z is a bond;

p is 1;

Q is -NR<sub>7</sub>C(O)- in which

R<sub>7</sub> is hydrogen or methyl;

W is selected from the group consisting of:



or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

14 – 20. (Cancelled)

21. (Previously Presented) The compound according to claim 1 which is selected from:

(R)-1-{2-[3-(5-Methyl-2-phenyl-oxazol-4-ylmethoxy)-phenyl]-acetyl}-pyrrolidine-2-carboxylic acid;

(R)-1-[3-(5-Methyl-2-phenyl-oxazol-4-ylmethoxy)-phenylsulfanylcarbonyl]-pyrrolidine-2-carboxylic acid;

(R)-Pyrrolidine-1,2-dicarboxylic acid-1-[3-(5-methyl-2-phenyl-oxazol-4-ylmethoxy)-phenyl] ester;

(R)-1-{2-Methyl-2-[3-(5-methyl-2-phenyl-oxazol-4-ylmethoxy)-phenyl]-propionyl}-pyrrolidine-2-carboxylic acid;

(R)-1-{2-[4-(5-Methyl-2-phenyl-oxazol-4-ylmethoxy)-phenyl]-acetyl}-pyrrolidine-2-carboxylic acid;

(R)-1-{2-[4-(5-Methyl-2-phenyl-oxazol-4-ylmethoxy)-phenyl]-acetyl}-pyrrolidine-2-carboxylic acid;

(R)-1-(2-{3-[2-(4-Carbamoylphenyl)-5-methyl-oxazol-4-ylmethoxy]-phenyl}-2-methyl-propionyl)-pyrrolidine-2-carboxylic acid;

(R)-1-(2-{3-[2-(4-Cyano-phenyl)-5-methyl-oxazol-4-ylmethoxy] phenyl}-2-methyl-propionyl)-pyrrolidine-2-carboxylic acid;

(R)-1-(2-{3-[2-(4-Chloro-3-fluoro-phenyl)-5-methyl-oxazol-4-yl-methoxy]-phenyl}-2-methyl-propionyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-{3-[2-(4-Fluoro-phenyl)-5-methyl-oxazol-4-ylmethoxy]-4-methoxy-phenyl}-2-methyl-propionyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-{3-[2-(4-Chloro-phenyl)-5-methyl-oxazol-4-ylmethoxy]-phenyl}-2-methyl-propionyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-Methyl-2-[3-(5-methyl-2-p-tolyl-oxazol-4-ylmethoxy)-phenyl]-propionyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-Methyl-2-{3-[5-methyl-2-(4-trifluoromethyl-phenyl)-oxazol-4-ylmethoxy]-phenyl}-propionyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-{3-[2-(4-Fluoro-phenyl)-5-methyl-oxazol-4-ylmethoxy]-phenyl}-2-methyl-propionyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-{3-[2-(5-Methyl-2-phenyl-oxazol-4-yl)-ethyl]-phenyl}-acetyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-{3-[2-(5-Methyl-2-phenyl-oxazol-4-yl)-ethoxy]-phenyl}-acetyl)-pyrrolidine-2-carboxylic acid;  
 (R)-1-(2-{3-[5-Methyl-2-(4-trifluoromethyl-phenyl)-oxazol-4-ylmethoxy]-phenyl}-acetyl)-pyrrolidine-2-carboxylic acid;  
 (S)-1-(2-[3-(5-Methyl-2-phenyl-oxazol-4-ylmethoxy)-phenyl]-acetyl)-pyrrolidine-2-carboxylic acid;  
 or an optical isomer thereof; or a mixture of optical isomers thereof; or a pharmaceutically acceptable salt thereof.

22 – 24. (Cancelled)

25. (Currently Amended) ~~The method of claim 23, wherein the condition mediated by PPARs is~~  
A method for the treatment of dyslipidemia, hyperlipidemia, hypercholesteremia, atherosclerosis,  
~~hypertriglyceridemia, heart failure, myocardial infarction, vascular diseases, cardiovascular~~  
~~diseases, hypertension, obesity, inflammation, arthritis, cancer, Alzheimer's disease, skin~~  
~~disorders, respiratory diseases, ophthalmic disorders, inflammatory bowel diseases, ulcerative~~  
~~colitis and Crohn's disease, Syndrome X, and type 1 or type-2 diabetes, comprising:~~  
administering to a mammal in need thereof a therapeutically effective amount of a  
compound of claim 1.

26. (Previously Presented) A pharmaceutical composition, comprising:  
 a therapeutically effective amount of a compound of claim 1 in combination with one or more pharmaceutically acceptable carriers.

27 – 34. (Cancelled)